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10 **UNITED STATES DISTRICT COURT**  
11 **NORTHERN DISTRICT OF CALIFORNIA**

12 SHIRLEY ZELMAN, TRUSTEE, F/B/O  
13 SHIRLEY ZELMAN LIVING TRUST, on  
behalf of plaintiff and all others similarly  
14 situated,

15 Plaintiff,

16 v.

17 JDS UNIPHASE CORPORATION, JOZEF  
STRAUS, KEVIN KALKHOVEN,  
18 ANTHONY R. MULLER and CHARLES  
J. ABBE,

19 Defendants.

Master File No. C-02-4656 CW

**STIPULATION AND ORDER**

**STIPULATION AND ORDER**

WHEREAS, Plaintiff Shirley Zelman, Trustee, f/b/o Shirley Zelman Living Trust ("Plaintiff"), brought this action alleging violations of §§10(b) and 20(a) of the Securities Exchange Act of 1934 in connection with the Shirley Zelman Living Trust's investment in debt securities called GOALs; and

WHEREAS, Alfred Zelman (Mrs. Zelman's husband), the only other trustee of the Shirley Zelman Living Trust, was involved in many of the investment decisions for the Shirley Zelman Living Trust; and

WHEREAS, in light of the foregoing, Mr. and Mrs. Zelman sought to add Mr. Zelman, in his capacity as co-trustee of the Trust, as a proposed class representative, and Mrs. Zelman has designated Mr. Zelman as a class representative in plaintiff's motion for class certification; and

WHEREAS, defendants are not prejudiced by the addition of Mr. Zelman as an additional proposed class representative in that Mr. Zelman is merely the other co-trustee of the already-named lead plaintiff. Furthermore, defendants' opposition brief to class certification is not due until October 14, 2005. Accordingly, addition of Mr. Zelman as a proposed class representative does not cause any delay to the briefing or determination of the class certification motion.

NOW THEREFORE, the parties to this action, by and through their undersigned counsel of record, hereby stipulate as follows:

1. Alfred Zelman, as Trustee f/b/o Shirley Zelman Living Trust, is named as an additional plaintiff and proposed class representative in this action. Defendants' non-objection to Mr. Zelman's naming is without prejudice to their right to challenge class certification on any grounds, including but not limited to the adequacy or typicality of the proposed class representatives.

2. Defendants also preserve all rights to challenge the claims of Mrs. Zelman, Mr. Zelman, or any other member of the proposed class on any grounds, including but not limited to standing.

3. Defendants shall have the right to take discovery of Mr. Zelman, who will respond to the Defendants' previously-served discovery requests on or before the deadline provided in the discovery request previously served on Mrs. Zelman.

1 Dated: September 9, 2005

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20 Dated: September \_\_13\_\_,2005

**PURSUANT TO STIPULATION, IT IS SO ORDERED:**

21 /s/ CLAUDIA WILKEN

22  
23 The Honorable Claudia Wilken  
24 United States District Judge  
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